


Omnibus Order"). Following entry of the Eighteenth Omnibus Order, the Plan Administrator discovered that the Eighteenth Omnibus Order incorrectly references the Exhibits attached thereto.

4. Specifically, the Eighteenth Omnibus Objection Proposed Order refers to the claims identified on Exhibit A attached to the Order as "No Documentation Claims to be Disallowed and Expunged," when in fact such claims are identified on Exhibit A as "Late Filed Claims to be Disallowed and Expunged," and, conversely, the Order refers to the claims identified on Exhibit B attached to the Order as "Late Filed Claims to be Disallowed and Expunged," when in fact such claims are identified on Exhibit B as "No Documentation Claims to be Disallowed and Expunged."

5. Thus, in order to correct the record, the undersigned counsel to the Plan Administrator hereby submits the form of Amended Order approving the Eighteenth Omnibus Objection attached hereto as Exhibit 1, which correctly references the claims identified on the Eighteenth Omnibus Objection Exhibits. Accordingly, the undersigned respectfully requests entry of the Amended Order attached hereto as Exhibit 1 at the Court's earliest convenience.

Dated: December 10, 2004

ASHBY & GEDDES, P.A.


William P. Bowden (I.D. #2553)
Gregory A. Taylor (I.D. #4008)
222 Delaware Avenue, 17th Floor
P.O. Box 1150
Wilmington, DE 19899
(302) 654-1888

-and-

**BROWN RUDNICK BERLACK
ISRAELS LLP
Peter J. Antoszyk, Esq.
Daniel J. Saval, Esq.
One Financial Center
Boston, MA 02111
(617) 856-8200**

Counsel to the Plan Administrator

151054.1

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

BRAC GROUP, INC.
(f/k/a Budget Group, Inc.),

Reorganized Debtor.¹

Chapter 11

Case No. 02-12152 (JLP)

Related Docket Nos. 5264 and 5315

**AMENDED ORDER APPROVING EIGHTEENTH OMNIBUS (NON-SUBSTANTIVE)
OBJECTION TO CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY
CODE, BANKRUPTCY RULES 3003 AND 3007 AND LOCAL RULE 3007-1**

Upon consideration of the Eighteenth Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007 and Local Rule 3007-1 (the "Objection");² by which the Plan Administrator requested the entry of an order disallowing in full and expunging each of the claims listed on Exhibits A and B attached to the Objection; and after hearing and consideration of the Objection and arguments contained therein, and the opposition thereto, if any; and the Court finding that (a) the Court has jurisdiction over this matter pursuant to Article XI of the Plan, 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and (c) notice of the Objection was due and proper under the circumstances; and good and sufficient cause appearing therefor, it is hereby

ORDERED, that the Objection is sustained as provided herein; and it is further

ORDERED, that the Late Filed Claims identified as "Late Filed Claims to be Disallowed and Expunged" on Exhibit A attached hereto are disallowed in full and expunged in their

¹ The Debtors were substantively consolidated on May 3, 2004 pursuant to Section 4.1 of the Second Amended Joint Chapter 11 Liquidating Plan confirmed on April 23, 2004 and made effective on May 3, 2004. On June 21, 2004, this Court entered a final decree closing the Chapter 11 cases of Budget Group, Inc.'s United States debtor subsidiaries.

² Capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the Objection.

BIRAC Group, Inc. f/k/a Budget Group, Inc., et al.
Case No. 02-12152

**Late Filed Claims to be Disallowed and Expunged
Exhibit A - Eighteenth Omnibus (Non-Substantive) Objection**

Creditor Name and Address	Claim Number	Case Number	Date Claim Filed	Total Claim Amount*	Claim Priority Status	Basis for Objection
6108025 COMANS, JAMES C/O WALTZER & ASSOCIATES BRUCE C. WALTZER 3718 WESTBANK EXP. SUITE 13 HARVEY, LA 70068	00005233	02-12152	05/20/2004	\$10,000.00	U	The proof of claim was filed after the Bar Date.
6112837 DOTTIER, LARRY II C/O MARC MENDELSON, ESQ. RITA KOSTOPOULOS, ESQ. 19080 WEST TEN MILE ROAD SOUTHFIELD, MI 48075	00005238	02-12152	05/27/2004	\$150,000.00	U	The proof of claim was filed after the Bar Date.
5312068 MCCOY, GERINA 3180 VIRGINIA DOWNS APT. A MONTGOMERY, AL 36116	00004610	02-12167	05/28/2003	\$70,000.00	U	The proof of claim was filed after the Bar Date.

PAGE 1 OF 2

Case Key: A - Administrative, P - Priority, S - Secured, U - Unsecured, K - Unknown

* Plus, in certain instances, additional contingencies, unliquidated amounts, interest, penalties and/or fees.

The Trustwell Group, 4 Griffin Road North, Windsor, CT 06095 855-637-7296

version_01

IMJAC Group, Inc. Risk Budget Group, Inc., et al.
Case No. 02-12152

**Late Filed Claims to be Disallowed and Expunged
Exhibit A - Eighteenth Omnibus (Non-Substantive) Objection**

Creditor Name and Address	Claim Number	Case Number	Date Claim Filed	Total Claim Amount*	Claim Priority Status	Basis for Objection
6100725 MILLIAN BACK CARE CENTER, INC. TED CHUN, D.C., CHIROPRACTOR 96-780 LANUKUANA AVE. MILLIAN, HI 96789	00006312	02-12152	06/21/2004	\$306.71	U	The proof of claim was filed after the Bar Date.
5063929 MOORE, MICHELLE & KEITH C/O WILLIAM W. PRICE, P.A., ATTORNEY A NEIL P. ANTHONY 320 PERN STREET WEST PALM BEACH, FL 33401	00006209	02-12152	03/11/2004	\$1,000,000.00	U	The proof of claim was filed after the Bar Date.
TOTAL:	5			\$1,330,366.71		

- END OF LATE EXHIBIT -

PAGE 2 OF 2

Class Key: A - Administrative, P - Priority, S - Secured, U - Unsecured, K - Unknown

* Plus, in certain instances, additional contingencies, unliquidated amounts, interest, penalties and/or fees.

The Trumbull Group, 4 Galtin Road North Windham, CT 06095 860-837-7896

version_01

BUSAC Group, Inc. v. The Budget Group, Inc., et al.
Case No. 02-12152

**No Documentation Claims to be Disallowed and Expunged
Exhibit B - Eighteenth Omnibus (Non-Substantive) Objection**

Creditor Name and Address	Claim Number	Case Number	Date Claim Filed	Total Claim Amount*	Claim Priority Status	Reason for Proposed Disallowance
5772849 BELGRAVE, MICHAEL 311 TAPT AVE CLEVELAND, TX 77327	00006293	02-12152	08/10/2004	\$70,000.00	U	The claimant has submitted no documentation to support the claim.
5312089 MCDOY, GERNA 3180 VIRGINIA DOWNS APT. A MONTGOMERY, AL 36116	00004810	02-12167	05/28/2003	\$70,000.00	U	The claimant has submitted no documentation to support the claim.
TOTAL:	2			\$140,000.00		

- END OF NODOC EXHIBIT -

PAGE 1 OF 1

Class Key: A - Administrative, P - Priority, S - Secured, U - Unsecured, K - Unknown


* Plus, in certain instances, additional contingencies, unliquidated amounts, interest, penalties and/or fees.

The Trustwell Group 4 Griffin Road North, Windsor, CT 06095 860-487-7995

version_01

CERTIFICATE OF SERVICE

I, Gregory A. Taylor, hereby certify that, on the 10th day of December 2004, I caused a true and correct copy of the *Certification of Counsel Regarding the Eighteenth Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007 and Local Rule 3007-1* be served upon the attached service list by U.S. Mail, postage pre-paid, or in the manner so indicated:



Gregory A. Taylor (I.E. #4008)

120926v2

In re BRAC Group, Inc.; Case No. 02-12152 (CGC)
Post-Effective Date Rule 2002 Service List for 18th Ann. Cl. Obj.
149640.1

HAND DELIVERY

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Debtor in Possession

Shmuel Vasser, Esq.
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Four Times Square
New York, New York 10036
Budget Rent A Car System

Budget Group, Inc.
Attn: David Coonfield
125 Basin Street, Suite 210
Daytona Beach, FL 32114
Debtor

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Seth A. Levine, Esq.
Baker Donelson Bearman Caldwell & Berkowitz PC
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Cross & Simon, LLC
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Budget Group, Inc.
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4225 Naperville Road
Lisle, IL 60532
Debtor

HAND DELIVERY

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Richard Layton & Finger
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Wilmington, DE 19801
UK Plan Administrator

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Budget Rent A Car System

James Comans
C/o Waltzer & Associates
Bruce C. Waltzer
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Salomon, Green & Ostrow, PC
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New York, NY 10022

In re BRAC Group, Inc.; Case No. 02-12152 (CGC)
Post-Effective Date Rule 2002 Service List for 18th Ann. Cl. Obj.
149640.1

Larry Dottery, II
c/o Marc Mendelson, Esq.
Rita Kostopoulos, Esq.
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Southfield, MI 48075

Carroll Dunaway
c/o Herald Moore & Willett PLLC
1901 Central Drive; Ste. 610
Bedford, TX 76021

Grace Dunaway
28700 Waikiki Ln.
Montgomery, TX 77356

Demetria Lincoln
4410 Fanconia Dr.
Apt. A
Montgomery, AL 36116

Mililani Back Care Center, Inc.
Ted Chun, D.C., Chiropractor
95-720 Lanikuhana Ave.
Mililani, HI 96789

Michelle & Keith Moore
c/o William W. Price, PA
Neil P. Anthony
320 Fern St.
West Palm Beach, FL 33401

Victor Anyakwo
c/o Michael Smith
21515 Hawthorne Blvd.; Ste. 590
Torrance, CA 90503

Michael Belgrave
311 Taft Ave.
Cleveland, TX 77327

Michelle Cox
c/o Michael Smith
21515 Hawthorne Blvd.; Ste. 590
Torrance, CA 90503

Gerina McCoy
3160 Virginia Downs
Apt. A
Montgomery, AL 36116

Internal CM/ECF Live Database

Page 1 of 30

Miscellaneous:

02-12152-JLP BRAC Group, Inc., et al (f/k/a Budget Group, Inc)

U.S. Bankruptcy Court

District of Delaware

Notice of Electronic Filing

The following transaction was received from Taylor, Gregory Alan entered on 12/10/2004 at 10:37 AM EST and filed on 12/10/2004

Case Name: BRAC Group, Inc., et al (f/k/a Budget Group, Inc)

Case Number: 02-12152-JLP

Document Number: 5325

Docket Text:

Certification of Counsel Regarding Eighteenth Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007 and Local Rule 3007-1 (related document(s)[5264], [5315]) Filed by Plan Administrator (Taylor, Gregory)

The following document(s) are associated with this transaction:

Document description:Main Document

Original filename:C:\Documents and Settings\JSchier%\Desktop\coc.pdf

Electronic document Stamp:

[STAMP bkccfStamp_ID=983460418 [Date=12/10/2004] [FileNumber=3246951-0]
][839edc20061dff679fe929f335e163924444f92e84cof1f16958ed4a0561832bef7
b5d8b600e83cab54e8f27b1107ff69d2365fa3362d3ceb7e016cf0e4cf4e5]]

02-12152-JLP Notice will be electronically mailed to:

David G. Aelvoet davida@publicans.com,

Athanasios E. Agelakopoulos bankruptcy@ycst.com,

Elihu Ezekiel Allinson III bankruptcy@pacdelaware.com

Curtis S. Alva jschlosberg@shutts-law.com

Elizabeth Banda arlbank@pbfc.com, hrodriguez@pbfc.com;bmedley@pbfc.com

William Wright Banks wright.banks@law.state.ga.us,

Austin Kelser Barron abarron@omm.com, cmorris@omm.com

Sean Matthew Beach bankruptcy@ycst.com

Richard D. Becker rick.becker@delanet.com

<https://ecf.deb.uscourts.gov/cgi-bin/Dispatch.pl?106256277334551>

12/10/2004

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

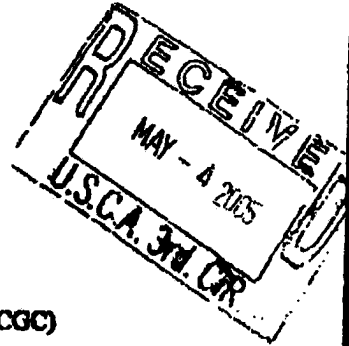
BRAC GROUP, INC.
(f/k/a Budget Group, Inc.),

Reorganized Debtor.¹

Chapter 11

Case No. 02-12152 (CGC)

Related Docket No. 5264



**ORDER APPROVING EIGHTEENTH OMNIBUS (NON-SUBSTANTIVE)
OBJECTION TO CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY
CODE, BANKRUPTCY RULES 3003 AND 3007 AND LOCAL RULE 3007-1**

Upon consideration of the Eighteenth Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007 and Local Rule 3007-1 (the "Objection");² by which the Plan Administrator requested the entry of an order disallowing in full and expunging each of the claims listed on Exhibits A and B attached to the Objection; and after hearing and consideration of the Objection and arguments contained therein, and the opposition thereto, if any; and the Court finding that (a) the Court has jurisdiction over this matter pursuant to Article XI of the Plan, 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and (c) notice of the Objection was due and proper under the circumstances; and good and sufficient cause appearing therefor, it is hereby

ORDERED, that the Objection is sustained as provided herein; and it is further

ORDERED, that the No Documentation Claims identified as "No Documentation Claims to be Disallowed and Expunged" on Exhibit A attached hereto are disallowed in full and

¹ The Debtors were substantively consolidated on May 3, 2004 pursuant to Section 4.1 of the Second Amended Joint Chapter 11 Liquidating Plan confirmed on April 23, 2004 and made effective on May 3, 2004. On June 21, 2004, this Court entered a final decree closing the Chapter 11 cases of Budget Group, Inc.'s United States debtor subsidiaries.

DKT. NO. 5315

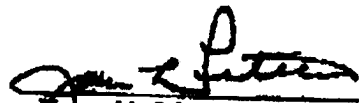
DT. FILED 12-6-04

expunged in their entirety; and it is further

ORDERED, that Late Filed Claims identified as "Late Filed Claims to be Disallowed and Expunged" on Exhibit B attached hereto are disallowed in full and expunged in their entirety; and it is further

ORDERED, that this Court shall retain jurisdiction with respect to any matters related to or arising from the implementation or interpretation of this Order.

Dated: December 6, 2004
Wilmington, Delaware


Honorable John L. Peterson
United States Bankruptcy Judge

#1000000 v11

² Capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the Objection.

BRAC Group, Inc. Male Budget Group, Inc., et al.
 SMITH, DEBBIE

**Late Filed Claims to be Disallowed and Expunged
 Exhibit A - Eighteenth Omnibus (Non-Substantive) Objection**

Creditor Name and Address	Claim Number	Case Number	Date Claim Filed	Total Claim Amount*	Claim Priority Status	Reason for Objection
610025 COX, JAMES CO WALTER & ASSOCIATES BRUCE C. WALTER 3718 WINTERBANK EXP. SUITE 13 HARNEY, LA 70046	80000203	03-12-102	06/20/004	\$10,000.00	U	The proof of claim was filed after the Bar Date.
6113007 DOTTEY, LARRY S. DOT MFG MICHIGAN, INC. PITA KOSTOPOLLOS, INC. 1800 WEST TEN MILE ROAD SOUTHFIELD, MI 48075	80000204	03-12-102	06/27/004	\$180,000.00	U	The proof of claim was filed after the Bar Date.
6310008 MCDON, DENNA 3140 VIRGINIA DOWNS APT. A MONTGOMERY, AL 36116	80000410	03-12-107	06/28/003	\$75,000.00	U	The proof of claim was filed after the Bar Date.

PAGE 1 OF 2

Claim Key: A - Administrative, P - Plaintiff, S - Secured, U - Unsecured, K - Unknown

* Plus, in certain instances, additional contingencies, unliquidated amounts, interest, penalties and/or fees.

The Trustee Group, 4 Griffin Road North, Wrentham, CT 06095

version_01

THE GROUP, INC. THE GROUP, INC. 25 d.
Case No. 05-0112

**Late Filed Claims to be Disallowed and Expunged
Exhibit A - Engineer's Certificate (Non-Substantive) Objection -**

Creditor Name and Address	Claim Number	Case Number	Date Claim Filed	Total Claim Amount*	Claim Priority Status	Reason for Objection
9180728 MELAN BACK CARE CENTER, INC. TED OPRIN D.C. CONSTRUCTION 85-72 LAMBUKANA AVE. MILWAUKEE, WI 53218	0005412	05-12182	04/21/2004	\$305.71	U	The period of claim was filed after the Bar Date.
9003029 MOORE, MICHELLE & HEITH C/O WILLIAM W. PRICE, P.A., ATTORNEY A NEIL P. ANTHONY 320 PINE STREET WEST PALM BEACH, FL 33407	0000096	05-12182	03/11/2004	\$1,000,000.00	U	The period of claim was filed after the Bar Date.
TOTALS:	2			\$1,305,705.71		

- END OF LATE EXHIBIT -

PAGE 2 OF 2

Case Key: A - Administrative, P - Priority, B - Secured, U - Unsecured, K - Unknown

* Plus, in certain instances, additional configurations, unpublished amounts, interest, penalties and/or fees.

The Trustad Group, 4 Griffin Road North, Windsor, CT 06095

version_01

EMAC Group, Inc. (the Budget Group, Inc. et al.)
 CREDITORS' RECEIPT

**No Documentation Claims to be Disallowed and Expunged
 Exhibit B - Eighteenth Omnibus (Non-Substantive) Objection**

Creditor Name and Address	Claim Number	Case Number	Date Claim Filed	Total Claim Amount*	Claim Priority Status	Reason for Proposed Disallowance
5772948 BERGMEYER MICHAEL 211 TRAPT AVE. CLEVELAND, TX 77327	00000293	03-12162	08/03/2004	\$70,000.00	U	The claimant has submitted no documentation to support the claim.
5712949 MOODY, GENEVA 2100 VIRGINIA DOMINGUESS APT. A MONTGOMERY, AL 36116	00004810	03-12167	06/04/2003	\$70,000.00	U	The claimant has submitted no documentation to support the claim.
TOTAL:	2			\$140,000.00		

- END OF NODISC EXHIBIT -

PAGE 1 OF 1

Class Rep: A - Administration, P - Priority, S - Secured, U - Unsecured, K - Unknown

* Plus, in certain instances, additional contingencies, unliquidated accounts, interest, penalties and/or fees.

The Trustee: Group 4 Office Road North, Windsor, CT 06095 860-937-7300

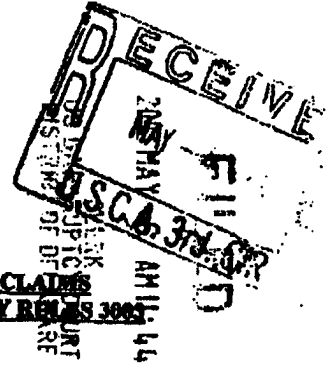
version_01

IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:
BRAC GROUP, INC. (f/k/a Budget Group, Inc.),
Reorganized Debtor.

Chapter 11
Case No. 02-12152 (JLP)

v.
MICHAEL BELGRAVE (f/k/a Came' International Travel & Tours, Inc.)
Claimant



NOTICE OF EIGHTEENTH OMNIBUS (NON-SUBSTANTIVE) OBJECTION TO CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY CODE, BANKRUPTCY RULES 3003 AND 3007 AND LOCAL RULE 3007-1

PLEASE TAKE NOTICE that the Plan Administrator for the above captioned debtor filed its Eighteenth Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007 and Local Rule 3007-1 (the "Objection") with the United States Bankruptcy Court for the District of Delaware.

PLEASE TAKE FURTHER NOTICE that a hearing on the Objection (the "Hearing") will be held before the Honorable John L. Peterson, United States Bankruptcy Judge, in the United States Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, DE 19801 on December 7, 2004 at 10:30 a.m. (Eastern Time).

PLEASE TAKE FURTHER NOTICE that this claim is valid and should not be disallowed or modified for reasons set forth in the Objection including, MICHAEL BELGRAVE of 311 Taft Avenue, Cleveland Texas 77327 Phone 281-592-4892 Facsimile 281-592-4892. The Claimant is the owner/manager of above named corporation who transacted rental car business from the period of July 31, 1992 - Dec 31, 2001. The corporation was recognized by BRAC Group via the International Airlines Travel Agent Network ("IATA") designation or numbers of 33750975 and 33509383. Upon internal audit, the sum of \$70,000.00 representing unpaid commissions due to MICHAEL BELGRAVE has not been satisfied.

PLEASE TAKE FURTHER NOTICE that evidence of this fact is stored in microfiche format at former BRAC Group Headquarters in Parsippany NJ (now Cedant Corporation). Their Commissions Department (800-322-0494) has verified transaction histories exist per Supervisor Denise Johnston. Also, I have e-mailed such requests to BRAC Group at com.serve@cedant.com.

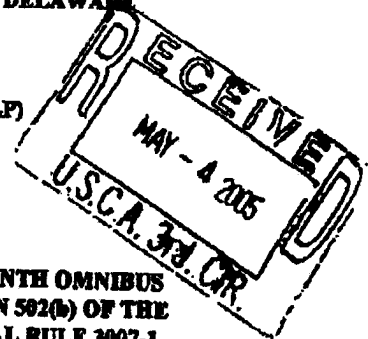
MICHAEL BELGRAVE

cc: Plan Administrator

IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

In re:
BRAC GROUP, INC. (f/k/a Budget Group, Inc.),
Reorganized Debtor.

Chapter 11
Case No. 02-12152 (JLP)



**OBJECTION TO ORDER and AMENDED ORDER APPROVING EIGHTEENTH OMNIBUS
(NON-SUBSTANTIVE) OBJECTION TO CLAIMS PURSUANT TO SECTION 502(b) OF THE
BANKRUPTCY CODE, BANKRUPTCY RULES 3003 AND 3007 AND LOCAL RULE 3007-1**

Upon consideration of the Eighteenth Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007 and Local Rule 3007-1 (the "Objection") by which the Plan Administrator (William P. Bowden LD.#2553 and Gregory A. Taylor LD.#4008) requested the entry of an order disallowing in full and expunging each of the claims listed on Exhibit A (identified as "No Documentation Claims to be Disallowed and Expunged") and Exhibit B (identified as "Late Filed Claims to be Disallowed and Expunged") were attached to the order (Docket Number 5315 filed 12/6/04).

I, Michael Belgrave (the "Claimant"), hereby attest the following:

1. I am a claimant in the BRAC GROUP, INC. (f/k/a Budget Group, Inc.) bankruptcy proceeding, where Ashby & Geddes, P.A., Delaware Counsel to Walker, Truesdell & Associates, in its capacity as Plan Administrator (the "Plan Administrator"), with respect to the above captioned case.
2. On November 17, 2004, the Claimant filed and served the response (Docket Number 5283) along with evidence of documentation listed on Docket Number 5292 11/24/04 and amended Docket Number 5304 12/3/04.
3. The Plan Administrator filed Docket Number 5315 12/6/04 (Approval of Eighteenth Omnibus Objection) which predates hearing yet is endorsed by Honorable John L. Peterson, Bankruptcy Judge and is referenced as 12/7/04 on item 3 of Docket Number 5325 (Amended Order) which no endorsement appears.
4. Specifically, the signed order being invalid corrupts the Eighteenth Omnibus Objection and should be excluded from the plan. The amended order was filed (3) days after the court hearing which negates the purpose of the Eighteenth Omnibus Objection and should be hereby excluded from the plan.
5. Thus, in order to correct the record, I pray the court dismiss in full the Eighteenth Omnibus Objection, whereas the undersigned counsel to the Plan Administrator should honor my claim at the Court's earliest convenience.

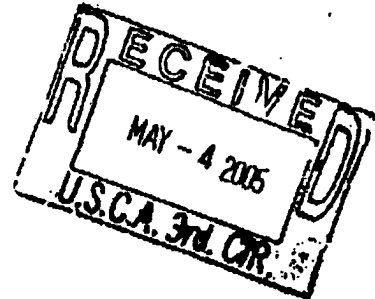
Dated December 15, 2004


MICHAEL BELGRAVE

Dated: February 5, 2004
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

Robert S. Brady (No. 2847)
Edmon L. Morton (Bar No. 3856)
Joseph A. Malfitano (No. 4020)
Matthew B. Lunn (No. 4119)
The Brandywine Building, 17th Floor
1000 West Street, P.O. Box 391
Wilmington, DE 19899
Telephone: (302) 571-6600



- and -

SIDLEY AUSTIN BROWN & WOOD LLP

Larry J. Nyhan
James F. Conlan
Matthew A. Clemente
Dennis M. Twomey
Bank One Plaza
10 S. Dearborn
Chicago, IL 60603
(312) 853-7000

Counsel for Debtors and Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

BRAC GROUP, INC.
(f/k/a Budget Group, Inc.),

Reorganized Debtor.¹

Chapter 11

Case No. 02-12152 (JLP)

NOTICE OF AMENDED AGENDA OF MATTERS
SCHEDULED FOR HEARING ON
TUESDAY, DECEMBER 7, 2004 AT 10:30 A.M. (Eastern Time)²

(Any party wishing to participate telephonically in the hearing and who has obtained authority from the Court to do so may contact the Plan Administrator's undersigned counsel to obtain the relevant call-in information.)

*Amended Items Appear in bold

WITHDRAWN MATTERS:

1. Motion for Payment of Administrative Expenses/Claims Filed by State Farm Mutual Automobile Insurance Company (Filed June 7, 2004) [Docket No. 4278]

Objection/Response Deadline: July 5, 2004 at 4:00 p.m. (Extended for the Plan Administrator)

Objection/Response Received: None at this time

Related Documents:

- (i) Notice Of Withdrawal Of Motion For Allowance Of An Administrative Claim (Filed November 12, 2004) [Docket No. 5274]

¹ The Debtors were substantively consolidated on May 3, 2004 pursuant to section 4.1 of the Second Amended Joint Chapter 11 Liquidating Plan confirmed on April 23, 2004 and made effective on May 3, 2004. On June 21, 2004, this Court entered a final decree closing the Chapter 11 cases of Budget Group, Inc.'s United States debtor subsidiaries.

² This Notice of Agenda has been served in accordance with Del. Bankr. L.R. 9029-3 and an Affidavit of Service is on file.

DKT. NO. 5304

DT. FILED 12-3-04

Status: This matter has been withdrawn.

2. Motion of Bonnie L. Cunningham For Relief From The Automatic Stay (Filed on September 8, 2004) [Docket No. 5193]

Objection/Response Deadline: October 25, 2004 at 4:00 p.m.
(Extended for the Plan Administrator to November 22, 2004 at 4:00 p.m.)

Objection/Response Received: None at this time.

Related Documents:

- (i) Amended Notice Of Motion Of Plaintiff Bonnie L. Cunningham For Relief From Automatic Stay Under §362 Of The Bankruptcy Code (Filed October 13, 2004) [Docket No. 5235]
- (ii) Notice of Withdrawal of Motion for Relief From Stay (Filed October 28, 2004) [Docket No. 5257]

Status: This matter has been withdrawn.

CONTINUED MATTERS:

3. Request Of R² Investments, Ltd. For (A) Reimbursement Of Fees And Expenses Pursuant To 11 U.S.C. Sec. 503(b)(3)(D), 503(b)(4) And Federal Rule Of Bankruptcy Procedures 2016; And (B) Waiver Of Requirements Of Local Rule 2016 Pursuant To Local Rule 2016(h) (Filed July 7, 2004) [Docket No. 4410]

Objection/Response Deadline: August 31, 2004 at 4:00 p.m.

- (a) United States Trustee's Objection Request Of R² Investments, Ltd. For (A) Reimbursement Of Fees And Expenses Pursuant To 11 U.S.C. Sec. 503(b)(3)(D), 503(b)(4) And Federal Rule Of Bankruptcy Procedures 2016; And (B) Waiver Of Requirements Of Local Rule 2016 Pursuant To Local Rule 2016(h) (Filed September 7, 2004) [Docket No. 5191]

Related Documents:

- (i) Amended Notice Of Hearing On The Request For (A) Reimbursement Of Fees And Expenses Pursuant To 11 U.S.C. Sec. 503(b)(3)(D), 503(b)(4) And Federal Rule Of Bankruptcy Procedures 2016; And (B) Waiver Of Requirements Of Local Rule 2016 Pursuant To Local Rule 2016(h) (Filed July 22, 2004) [Docket No. 4806]

Status: This matter has been adjourned to February 10, 2005 at 3:30 p.m.

UNCONTESTED MATTERS:

4. Motion For Order Extending The Period Within Which The Reorganized Debtor May Remove Actions Pursuant To 28 U.S.C. 1452 And Federal Rules Of Bankruptcy Procedure 9006 And 9027 (Filed October 15, 2004) [Docket No. 5237]

Objection/Response Deadline: November 5, 2004 at 4:00 p.m.

Objection/Response Received: None

Related Documents:

- (i) Amended Notice of Hearing (Filed October 18, 2004) [Docket No. 5254]
- (ii) Certificate of No Objection (Filed November 24, 2004) [Docket No. 5291]

Status: This matter is going forward.

CONTESTED MATTERS:

5. Motion Of The BRACII Plan Administrator For Order Extending Deadline To Object To Administrative Claims (Filed October 20, 2004) [Docket No. 5245]

Objection/Response Deadline: November 24, 2004 at 4:00 p.m.

Objection/Response Received: None to date

Related Documents:

- (i) Certificate of No Objection (Filed November 29, 2004) [Docket No. 5297]

Status: This matter is going forward.

6. First Omnibus Objection And Motion For Order (I) Disallowing And Expunging Or (II) Reclassifying Proofs Of Administrative And Priority Claims (Substantive) (Filed on October 20, 2004) [Docket No. 5246]

Objection/Response Deadline: November 24, 2004 at 4:00 p.m.

Objection/Response Received: None to date

Related Documents:

- (i) Notice of Submission of Proofs of Claim (Filed November 23, 2004) [Docket No. 5290]
- (ii) Certificate of No Objection (Filed November 29, 2004) [Docket No. 5298]

Status: This matter is going forward.

7. Eighteenth Omnibus (Non-Substantive) Objection To Claims Pursuant To Section 502(b) Of The Bankruptcy Code, Bankruptcy Rules 3003 And 3007 And Local Rule 3007-1 (Filed November 4, 2004) [Docket No. 5264]

Objection/Response Deadline: November 22, 2004 at 4:00 p.m.
(Extended for The Estate of Grace Dunaway and Carroll Dunaway)

Objection/Response Received:

- (a) Response To Eighteenth Omnibus (Non-Substantive) Objection To Claims filed by Michael Belgrave (Filed November 17, 2004) [Docket No. 5283]
- (b) Response To Eighteenth Omnibus (Non-Substantive) Objection To Claims filed by Victor Anyakwo (Filed November 29, 2004) [Docket No. 5295]
- (c) Response To Eighteenth Omnibus (Non-Substantive) Objection To Claims filed by Michelle Cox (Filed November 29, 2004) [Docket No. 5296]
- (d) Response To Eighteenth Omnibus (Non-Substantive) Objection To Claims filed by The Estate of Grace Dunaway and Carroll Dunaway (Filed November 30, 2004) [Docket No. 5300]

Status: This matter is going forward. The Plan Administrator will be withdrawing this matter as it relates to Victor Anyakwo, Michelle Cox, and Grace and Carroll Dunaway.

8. Nineteenth Omnibus (Substantive) Objection To Claims Pursuant To Section 502(b) and 502(d) Of The Bankruptcy Code, Bankruptcy Rules 3003 And 3007 And Local Rule 3007-1 (Filed November 4, 2004) [Docket No. 5265]

Objection/Response Deadline: November 22, 2004 at 4:00 p.m.

Objection/Response Received:

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- (a) Response Of Patricia Mack Regarding Nineteenth Omnibus (Substantive) Objection To Claims Pursuant To Section 502(B) And 502(D) Of The Bankruptcy Code, Bankruptcy Rules 3003 And 3007 And Local Rule 3007-1 (Filed November 12, 2004) [Docket No. 5273]
- (b) Objection To Nineteenth Omnibus (Substantive) Objection To Claims filed by Patricia Mack (Filed November 15, 2004) [Docket No. 5276]
- (c) Objection To Nineteenth Omnibus (Substantive) Objection To Claims filed by Alphonso Kirven (Filed November 15, 2004) [Docket No. 5277]
- (d) Objection To Nineteenth Omnibus (Substantive) Objection To Claims filed by Alphonso Kirven and Patricia Mack (Filed November 22, 2004) [Docket No. 5285]
- (e) Response To Objection Of Claim Of Kenneth Fields (Filed November 22, 2004) [Docket No. 5289]
- (f) Response To Nineteenth Omnibus (Non-Substantive) Objection To Claims filed by Kenneth Fields (Filed December 1, 2004) [Docket No. 5301]

Related Documents:

- (i) Notice Of The Supplement To Nineteenth Omnibus (Substantive) Objection To Claims Pursuant To Section 502(B) And 502(D) Of The Bankruptcy Code, Bankruptcy Rules 3003 And 3007 And Local Rule 3007-1 (Filed November 18, 2004) [Docket No. 5280]³
- (ii) Notice of Submission of Proofs of Claim (Filed November 23, 2004) [Docket No. 5288]

Status: This matter is adjourned to February 10, 2005 at 3:30 p.m. with respect to the claims filed by Alphonso Kirven, Patricia Mack, Walter J. Rosenthal and Kenneth Fields. This matter is going forward with respect to all other claimants.

³ The Supplement is only applicable to Claims Numbered 3611 and 3612 filed by Alphonso Kirven and Patricia Mack.

9. Motion For Entry Of An Order Further Extending The Period Within Which The Reorganized Debtor May Object To Prepetition Claims (Filed November 19, 2004) [Docket No. 5282]

Objection/Response Deadline: December 1, 2004 at 4:00 p.m.

Objection/Response Received: None to date

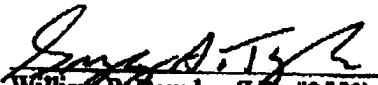
Related Documents:

- (i) Certificate of No Objection (Filed December 2, 2004) [Docket No. 5303]

Status: This matter is going forward.

Dated: December 3, 2004

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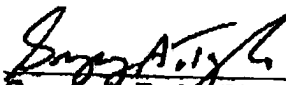
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CERTIFICATE OF SERVICE

I, Gregory A. Taylor, Esq. hereby certify that on the 3rd day of December, 2004, I caused a true and correct copy of the attached *NOTICE OF AMENDED AGENDA OF MATTERS SCHEDULED FOR HEARING ON DECEMBER 7, 2004 AT 10:30 A.M.* to be served upon the parties on the attached service list by First Class U.S. Mail, postage prepaid, or in the manner so indicated.

150404.1



Gregory A. Taylor (I.D. #4008)

In re BRAC Group, Inc.; Case No. 02-12152 (OGC)
Post-Effective Date Rule 2002 Service List
150515v1

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In re BRAC Group, Inc.; Case No. 02-12152 (CGC)
Post-Effective Date Rule 2002 Service List
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Post-Effective Date Rule 2002 Service List
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Internal CM/ECF Live Database

Page 1 of 29

File a Notice:

02-12152-JLP BRAC Group, Inc., et al (f/k/a Budget Group, Inc)

U.S. Bankruptcy Court

District of Delaware

Notice of Electronic Filing

The following transaction was received from Taylor, Gregory Alan entered on 12/3/2004 at 2:58 PM EST and filed on 12/3/2004

Case Name: BRAC Group, Inc., et al (f/k/a Budget Group, Inc)

Case Number: 02-12152-JLP

Document Number: 5304

Docket Text:

Amended Notice of Agenda of Matters Scheduled for Hearing on *Tuesday, December 7, 2004 at 10:30 a.m. (Eastern Time)* Filed by Plan Administrator Hearing scheduled for 12/7/2004 at 10:30 AM at U.S. Bankruptcy Court, District of Delaware, 824 Market Street, 3rd Floor, Wilmington, DE 19801. (Taylor, Gregory)

The following document(s) are associated with this transaction:

Document description:Main Document

Original filename:C:\Documents and Settings\JSchier%\Desktop\agenda.pdf

Electronic document Stamp:

[STAMP bkecf\$stamp_ID=983460418 [Date=12/3/2004] [FileNumber=3225369-0]
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cbf4ebc8eddc12ba0bd45b2c940e5dcbb5a57740c1de7eb88bb444529cd4]]

02-12152-JLP Notice will be electronically mailed to:

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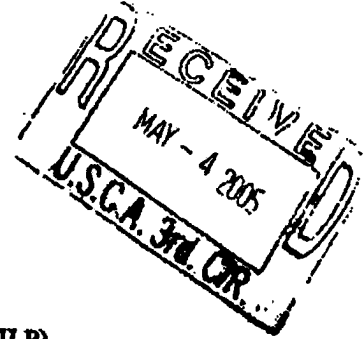
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<https://ccf.deb.uscourts.gov/cgi-bin/Dispatch.pl?508683928641485>

12/3/2004

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE



In re:

BRAC GROUP, INC.
(f/k/a Budget Group, Inc.),

Reorganized Debtor.¹

Chapter 11

Case No. 02-12152 (JLP)

**NOTICE OF AGENDA OF MATTERS SCHEDULED FOR HEARING ON
TUESDAY, DECEMBER 7, 2004 AT 10:30 A.M. (Eastern Time)²**

(Any party wishing to participate telephonically in the hearing and who has obtained authority from the Court to do so may contact the Plan Administrator's undersigned counsel to obtain the relevant call-in information.)

WITHDRAWN MATTERS:

1. Motion for Payment of Administrative Expenses/Claims Filed by State Farm Mutual Automobile Insurance Company (Filed June 7, 2004) [Docket No. 4278]

Objection/Response Deadline: July 5, 2004 at 4:00 p.m. (Extended for the Plan Administrator)

Objection/Response Received: None at this time

Related Documents:

- (i) Notice Of Withdrawal Of Motion For Allowance Of An Administrative Claim (Filed November 12, 2004) [Docket No. 5274]

Status: This matter has been withdrawn.

¹ The Debtors were substantively consolidated on May 3, 2004 pursuant to section 4.1 of the Second Amended Joint Chapter 11 Liquidating Plan confirmed on April 23, 2004 and made effective on May 3, 2004. On June 21, 2004, this Court entered a final decree closing the Chapter 11 cases of Budget Group, Inc.'s United States debtor subsidiaries.

² This Notice of Agenda has been served in accordance with Del. Bankr. L.R. 9029-3 and an Affidavit of Service is on file.

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DKT. NO. 5292

DT. FILED 11-24-04

2. Motion of Bonnie L. Cunningham For Relief From The Automatic Stay (Filed on September 8, 2004) [Docket No. 5193]

Objection/Response Deadline: October 25, 2004 at 4:00 p.m.
(Extended for the Plan Administrator to November 22, 2004 at 4:00 p.m.)

Objection/Response Received: None at this time.

Related Documents:

- (i) Amended Notice Of Motion Of Plaintiff Bonnie L. Cunningham For Relief From Automatic Stay Under §362 Of The Bankruptcy Code (Filed October 13, 2004) [Docket No. 5235]
- (ii) Notice of Withdrawal of Motion for Relief From Stay (Filed October 28, 2004) [Docket No. 5257]

Status: This matter has been withdrawn.

CONTINUED MATTERS:

3. Request Of R² Investments, Ltd. For (A) Reimbursement Of Fees And Expenses Pursuant To 11 U.S.C. Sec. 503(b)(3)(D), 503(b)(4) And Federal Rule Of Bankruptcy Procedures 2016; And (B) Waiver Of Requirements Of Local Rule 2016 Pursuant To Local Rule 2016(h) (Filed July 7, 2004) [Docket No. 4410]

Objection/Response Deadline: August 31, 2004 at 4:00 p.m.

- (a) United States Trustee's Objection Request Of R² Investments, Ltd. For (A) Reimbursement Of Fees And Expenses Pursuant To 11 U.S.C. Sec. 503(b)(3)(D), 503(b)(4) And Federal Rule Of Bankruptcy Procedures 2016; And (B) Waiver of Requirements Of Local Rule 2016 Pursuant To Local Rule 2016(h) (Filed September 7, 2004) [Docket No. 5191]

Related Documents:

- (i) Amended Notice Of Hearing On The Request For (A) Reimbursement Of Fees And Expenses Pursuant To 11 U.S.C. Sec. 503(b)(3)(D), 503(b)(4) And Federal Rule Of Bankruptcy Procedures 2016; And (B) Waiver Of Requirements Of Local Rule 2016 Pursuant To Local Rule 2016(h) (Filed July 22, 2004) [Docket No. 4806]

Status: This matter has been adjourned to February 10, 2005 at 3:30 p.m.

UNCONTESTED MATTERS:

6. Motion For Order Extending The Period Within Which The Reorganized Debtor May Remove Actions Pursuant To 28 U.S.C. 1452 And Federal Rules Of Bankruptcy Procedure 9006 And 9027 (Filed October 15, 2004) [Docket No. 5237]

Objection/Response Deadline: November 5, 2004 at 4:00 p.m.

Objection/Response Received: None

Related Documents:

- (i) Amended Notice of Hearing (Filed October 18, 2004) [Docket No. 5254]
- (ii) Certificate of No Objection (Filed November 24, 2004) [Docket No. 5291]

Status: This matter is going forward.

CONTESTED MATTERS:

7. Motion Of The BRACII Plan Administrator For Order Extending Deadline To Object To Administrative Claims (Filed October 20, 2004) [Docket No. 5245]

Objection/Response Deadline: November 24, 2004 at 4:00 p.m.

Objection/Response Received: None to date

Status: This matter is going forward.

8. First Omnibus Objection And Motion For Order (I) Disallowing And Expunging Or (II) Reclassifying Proofs Of Administrative And Priority Claims (Substantive) (Filed on October 20, 2004) [Docket No. 5246]

Objection/Response Deadline: November 24, 2004 at 4:00 p.m.

Objection/Response Received: None to date

Related Documents:

- (i) Notice of Submission of Proofs of Claim (Filed November 23, 2004) [Docket No. 5290]

Status: This matter is going forward.

9. Eighteenth Omnibus (Non-Substantive) Objection To Claims Pursuant To Section 502(b) Of The Bankruptcy Code, Bankruptcy Rules 3003 And 3007 And Local Rule 3007-1 (Filed November 4, 2004) [Docket No. 5264]

Objection/Response Deadline: November 22, 2004 at 4:00 p.m.

Objection/Response Received:

- (a) Response To Eighteenth Omnibus (Non-Substantive) Objection To Claims filed by Michael Belgrave (Filed November 17, 2004) [Docket No. 5283]

Status: This matter is going forward.

10. Nineteenth Omnibus (Substantive) Objection To Claims Pursuant To Section 502(b) and 502(d) Of The Bankruptcy Code, Bankruptcy Rules 3003 And 3007 And Local Rule 3007-1 (Filed November 4, 2004) [Docket No. 5265]

Objection/Response Deadline: November 22, 2004 at 4:00 p.m.

Objection/Response Received:

- (a) Response Of Patricia Mack Regarding Nineteenth Omnibus (Substantive) Objection To Claims Pursuant To Section 502(B) And 502(D) Of The Bankruptcy Code, Bankruptcy Rules 3003 And 3007 And Local Rule 3007-1 (Filed November 12, 2004) [Docket No. 5273]
- (b) Objection To Nineteenth Omnibus (Substantive) Objection To Claims filed by Patricia Mack (Filed November 15, 2004) [Docket No. 5276]
- (c) Objection To Nineteenth Omnibus (Substantive) Objection To Claims filed by Alphonso Kirven (Filed November 15, 2004) [Docket No. 5277]
- (d) Objection To Nineteenth Omnibus (Substantive) Objection To Claims filed by Alphonso Kirven and Patricia Mack (Filed November 22, 2004) [Docket No. 5285]
- (e) Response To Objection Of Claim Of Kenneth Fields (Filed November 22, 2004) [Docket No. 5289]

Related Documents:

- (i) Notice Of The Supplement To Nineteenth Omnibus (Substantive) Objection To Claims Pursuant To Section 502(B) And 502(D) Of

The Bankruptcy Code, Bankruptcy Rules 3003 And 3007 And Local Rule 3007-1 (Filed November 18, 2004) [Docket No. 5280]³

- (ii) Notice of Submission of Proofs of Claim (Filed November 23, 2004) [Docket No. 5288]

Status: This matter is adjourned to February 10, 2005 at 3:30 p.m. with respect to the claims filed by Alphonso Kirven, Patricia Mack and Walter J. Rosenthal. This matter is going forward with respect to all other claimants.

11. Motion For Entry Of An Order Further Extending The Period Within Which The Reorganized Debtor May Object To Prepetition Claims (Filed November 19, 2004) [Docket No. 5283]

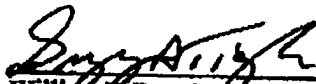
Objection/Response Deadline: December 1, 2004 at 4:00 p.m.

Objection/Response Received: None to date

Status: This matter is going forward.

Dated: November 24, 2004

ASHBY & GEDDES, P.A.



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³ The Supplement is only applicable to Claims Numbered 3611 and 3612 filed by Alphonso Kirven and Patricia Mack.

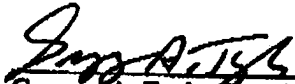
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Counsel to the Plan Administrator

CERTIFICATE OF SERVICE

I, Gregory A. Taylor, Esq. hereby certify that on the 24th day of November, 2004, I caused a true and correct copy of the attached *NOTICE OF AGENDA OF MATTERS SCHEDULED FOR HEARING ON DECEMBER 7, 2004 AT 10:30 A.M.* to be served upon the parties on the attached service list by First Class U.S. Mail, postage prepaid, or in the manner so indicated.

150404.1


Gregory A. Taylor (I.D. #4008)

A71

in re BRAC Group, Inc.; Case No. 02-12152 (CGC)
Post-Effective Date Rule 2002 Service List
150515v1

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Internal CM/ECF Live Database

Page 1 of 29

File a Notice:

02-12152-JLP BRAC Group, Inc., et al (f/k/a Budget Group, Inc)

U.S. Bankruptcy Court

District of Delaware

Notice of Electronic Filing

The following transaction was received from Taylor, Gregory Alan entered on 11/24/2004 at 1:05 PM EST and filed on 11/24/2004

Case Name: BRAC Group, Inc., et al (f/k/a Budget Group, Inc)

Case Number: 02-12152-JLP

Document Number: 5292

Docket Text:

Notice of Agenda of Matters Scheduled for Hearing Filed by Plan Administrator Hearing scheduled for 12/7/2004 at 10:30 AM at U.S. Bankruptcy Court, District of Delaware, 824 Market Street, 3rd Floor, Wilmington, DE 19801. (Taylor, Gregory)

The following document(s) are associated with this transaction:

Document description:Main Document

Original filename:C:\Documents and Settings\JSchier%\Desktop\agenda.pdf

Electronic document Stamp:

[STAMP bkecfStamp_ID=983460418 [Date=11/24/2004] [FileNumber=3201634-0]
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9ffe8f7048f66f5007d36486e07ecaf8bce68efb2fdabcbd8cc534ccde619]]

02-12152-JLP Notice will be electronically mailed to:

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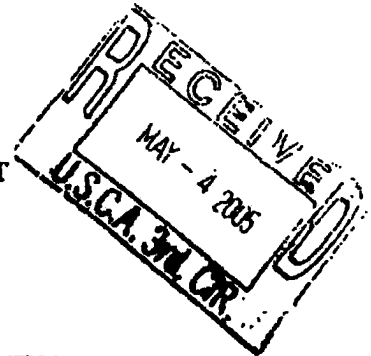
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11/24/2004

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE



In re:

BRAC GROUP, INC. (f/k/a Budget Group, Inc.),

Reorganized Debtor.¹

Chapter 11

Case No. 02-12152 (JLP)

Responses Due: November 22, 2004 at 4:00 p.m.
Hearing Date: December 7, 2004 at 10:30 a.m.

**NOTICE OF EIGHTEENTH OMNIBUS (NON-SUBSTANTIVE) OBJECTION
TO CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY
CODE, BANKRUPTCY RULES 3003 AND 3007 AND LOCAL RULE 3007-1**

PLEASE TAKE NOTICE that the Plan Administrator for the above-captioned debtor filed its Eighteenth Omnibus (Non-Substantive) Objection to Claims Pursuant to Section 502(b) of the Bankruptcy Code, Bankruptcy Rules 3003 and 3007 and Local Rule 3007-1 (the "Objection") with the United States Bankruptcy Court for the District of Delaware.

PLEASE TAKE FURTHER NOTICE that a hearing on the Objection (the "Hearing") will be held before the Honorable John L. Peterson, United States Bankruptcy Judge, in the United States Bankruptcy Court, 824 Market St., 3rd Floor, Wilmington, DE 19801 on December 7, 2004 at 10:30 a.m. (Eastern time).

PLEASE TAKE FURTHER NOTICE that responses (the "Responses") to the Objection, if any, must be made in writing, filed with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware, 19801 and served upon the undersigned counsel to the Plan Administrator so as to be received no later than 4:00 p.m. (prevailing Eastern time) on November 22, 2004.

PLEASE TAKE FURTHER NOTICE that every Response to the Objection must contain at a minimum the following:

(a) a caption setting forth the name of the Court, the name of the Reorganized Debtor, the case number and the title of the Objection to which the Response is directed; the name of the claimant and description of the basis for the amount of the Claim;

(b) a concise statement setting forth the reasons why the Claim should not be disallowed or modified for reasons set forth in the Objection including, but not limited to, the specific factual and legal basis upon which the claimant relies in opposing the Objection;

¹ The Debtors were substantively consolidated on May 3, 2004 pursuant to section 4.1 of the Second Amended Joint Chapter 11 Liquidating Plan confirmed on April 23, 2004 and made effective on May 3, 2004.

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DKT. NO. 5264
DT. FILED 11-4-04


(c) the name, address, telephone number and fax number of the person(s) (which may be the claimant or a legal representative thereof) to whom counsel for the Plan Administrator should serve a reply to the Response and who possesses authority to reconcile, settle or otherwise resolve the objection to the Claim on behalf of the claimant.

PLEASE TAKE FURTHER NOTICE that questions about the Objection should be directed in writing to the undersigned counsel to the Plan Administrator. **CLAIMANTS SHOULD NOT CONTACT THE CLERK OF THE BANKRUPTCY COURT TO DISCUSS THE MERITS OF THEIR CLAIMS.**

PLEASE TAKE FURTHER NOTICE that if a Claimant fails to timely file and serve a Response in accordance with the above requirements, such Claimant will be deemed to have concurred with and consented to the Objection and the relief requested therein, and the Plan Administrator will present to the Bankruptcy Court, without further notice to the Claimant, an appropriate order sustaining the Objection and disallowing and expunging such Claim.

Dated: November 4, 2004

ASHBY & GEDDES, P.A.


William P. Bowden (No. 2553)
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-and-

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Co-Counsel to the Plan Administrator

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

BRAC GROUP, INC. (f/k/a Budget Group, Inc.),
Reorganized Debtor.¹

Chapter 11

Case No. 02-12152 (JLP)

Responses Due: November 22, 2004 at 4 p.m.
Hearing Date: December 7, 2004 at 10:30 a.m.

**EIGHTEENTH OMNIBUS (NON-SUBSTANTIVE) OBJECTION
TO CLAIMS PURSUANT TO SECTION 502(b) OF THE BANKRUPTCY
CODE, BANKRUPTCY RULES 3003 AND 3007 AND LOCAL RULE 3007-1**

Walker Truesdell & Associates, in its capacity as Plan Administrator (the "Plan Administrator") for BRAC Group, Inc., the above-captioned Reorganized Debtor (the "Reorganized Debtor"), hereby files this omnibus objection (the "Objection") to certain claims filed against the Reorganized Debtor by the claimants (collectively, the "Claimants"), which are listed on Exhibits A and B attached hereto (the "Disputed Claims"). By this Objection, the Plan Administrator requests the entry of an order disallowing and expunging the Disputed Claims in their entirety. This Objection is made pursuant to section 502(b) of title 11 of the United States Code (the "Bankruptcy Code"), Rules 3003 and 3007 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Rule 3007-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules"). In support of this Objection, the Plan Administrator submits the declaration of Hobart G. Truesdell (the "Truesdell Declaration") on Exhibit C attached hereto, and respectfully

¹ The Debtors were substantively consolidated on May 3, 2004 pursuant to section 4.1 of the Second Amended Joint Chapter 11 Liquidating Plan confirmed on April 23, 2004 and made effective on May 3, 2004. On June 21, 2004, this Court entered a final decree closing the Chapter 11 cases of Budget Group, Inc.'s United States debtor subsidiaries.

represents as follows:

STATUS OF THE CASE AND JURISDICTION

1. On July 29, 2002 (the "Petition Date"), BRAC Group, Inc. ("BGI") and certain of its subsidiaries (the "BGI Subsidiary Debtors", together with BGI, the "Debtors") commenced certain cases by each filing a voluntary petition for relief under title 11 of the United States Code (the "Bankruptcy Code"). On the Petition Date, the Debtors also jointly filed motions or applications seeking certain typical "first day" orders, including an order to have their cases jointly administered.
2. On August 8, 2002, the Office of the United States Trustee appointed an Official Committee of Unsecured Creditors in the Debtors' cases pursuant to section 1102 of the Bankruptcy Code (the "Committee").
3. On April 20, 2004, this Court confirmed the Debtors' Second Amended Joint Chapter 11 Liquidating Plan of BRAC Group, Inc. and its Debtor Subsidiaries (Docket No. 3728) (the "Plan", the order confirming the Plan, the "Confirmation Order"). The Plan became effective as of May 3, 2003 (the "Effective Date"). As of the Effective Date, pursuant to section 4.7 of the Plan, the Plan Administrator has the authority to continue the claims resolution and objection process.
4. Pursuant to the Confirmation Order and the Plan, as of the Effective Date, each of the BGI Subsidiary Debtors, with the exception of BRACII, was merged with and into BGI to form Reorganized BGI. Under section 4.1(a)(i) of the Plan, any claim against any Debtor, with the exception of BRACII, is deemed to be one claim against and obligation of Reorganized BGI.

CERTIFICATE OF SERVICE

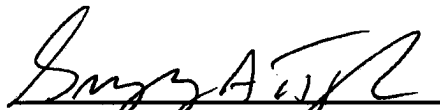
I, Gregory A. Taylor, hereby certify that, on May 16, 2005, I caused one copy of the foregoing and each additional item designated to be served upon the persons listed below in the manner indicated.

HAND DELIVERY

Clerk of the Court
United States Bankruptcy Court
824 Market Street, 3rd Floor
Wilmington, DE 19801

BY U.S. MAIL

Michael Belgrave
311 Taft Ave.
Cleveland, TX 77327

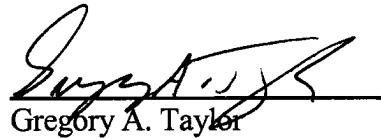

Gregory A. Taylor (ID #4008)

CERTIFICATE OF SERVICE

I, Gregory A. Taylor, hereby certify that, on May 27, 2005, I caused one copy of the foregoing **APPENDIX TO THE PLAN ADMINISTRATOR'S MOTION TO DISMISS MICHAEL BELGRAVE'S APPEAL AND MOTION TO STAY MEDIATION PENDING DECISION ON THE PLAN ADMINISTRATOR'S MOTION TO DISMISS APPEAL** to be served upon the persons listed below in the manner indicated.

BY U.S. MAIL and FEDERAL EXPRESS

Michael Belgrave
311 Taft
Cleveland, TX 77327


Gregory A. Taylor